



Robert E. Littlefield, Jr.
Chief, United States Bankruptcy Judge

So Ordered.

Signed this 9 day of May, 2014.

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF NEW YORK
ALBANY DIVISION

-----X
In re:

Case No.: 13-12544

L&A Automotive Center, Inc.,

Chapter 11

Debtor.

-----X

**Final Conditional Order
Dismissing Case with Prejudice**

UPON, the adjourned hearing on the United States Trustee's Motion to Convert Case to Chapter 7, or in the alternative, to Dismiss Case ("§ 1112(b) Motion") (Doc. No. 15), heard on May 9, 2014, and further

UPON, good notice and proper service of the notice of motion and § 1112(b) Motion, and further

UPON, the adjourned hearing on the Debtor's Motion to Vacate Order of Dismissal, ("Motion to Vacate") (Doc. No. 44), also heard on May 9, 2014, and further

UPON, the adjourned hearing on the Debtor's Motion to Extend Exclusivity Period ("Motion to Extend") (Doc. No. 35), also heard on May 9, 2014, and further

UPON, the appearances of Richard H. Weiskopf, Esq. for the Debtor and Kevin Purcell, Trial Attorney, for William K. Harrington, United States Trustee for Region 2, both appearing on all three motions described above, and further

UPON, the record of the hearings held on May 7 and 9, 2014, and the entire record before the Court, and further

UPON, the Debtor's consent, and further

UPON, the Debtor waiving any and all rights to move for reconsideration, pursuant to Fed. R. Bankr. P. 9023 or 9024, of a final order dismissing this case with prejudice, it is

ORDERED, that the United States Trustee's § 1112(b) Motion is granted on the terms and conditions stated in this order, and it is further

ORDERED, that the Order Dismissing Case (Doc No. 41) is vacated on the United States Trustee's consent, and it is further

ORDERED, that the Debtor's Motion to Vacate is moot, and it is further

ORDERED, that the Debtor's Motion to Extend is moot, and it is further

ORDERED, that the Debtor's Principal shall, by the close of business May 23, 2014, file with the Court an appropriate document that shows that the Debtor's Principal has retained a real estate broker for the sale of his personally owned real estate, and it is further

ORDERED, that the Debtor shall, by the close of business May 30, 2014, file with the Court such documents as exhibits to the recently filed monthly operating reports that provide an itemization of the "Miscellaneous Expense" disclosed on each monthly operating report, and it is further

ORDERED, that the Debtor shall, by the close of business June 6, 2014, file with the Court a Small Business Disclosure Statement and Plan that complies with Official Form 25A and 25B, and it is further

ORDERED, that the Small Business Disclosure Statement and Plan to be filed shall include a provision requiring that the existing shares of stock in the Debtor shall be cancelled and new shares shall be issued to the Debtor's Principal in exchange for the funds derived from the sale of his personal real estate, and it is further

ORDERED, that the Small Business Disclosure Statement and Plan to be filed shall include a provision that the effective date of the Plan shall not occur until after the funds derived from the sale of the Debtor's Principal's personal real estate is deposited into the Debtor-in-Possession bank accounts, and it is further

ORDERED, that the Debtor shall, by the close of business June 6, 2014, file with the Court an adversary proceeding complaint, pursuant to 11 U.S.C. § 547 to address an alleged preferential transfer, and it is further

ORDERED, that the Debtor shall only conduct business using its Debtor-in-Possession bank accounts until the case is converted to Chapter 7, dismissed or administratively closed, and it is further

ORDERED, that the Debtor shall use the services of the accountant currently appointed to prepare all future monthly operating reports in this case, and it is further

ORDERED, that the Debtor shall remain current with the filing of monthly operating reports and payment of quarterly fees due pursuant to 28 U.S.C. § 1930(a)(6), within ten days of the respective due dates, until the case is converted to Chapter 7, dismissed or administratively closed, and it is further

ORDERED, that in the event that the Debtor fails to comply with any of the terms or conditions of this order, this case shall be dismissed with prejudice upon filing by the United States Trustee of an *ex parte* application reciting the terms and conditions that the Debtor has failed to comply with and a proposed final order of dismissing this case with prejudice against re-filing for one hundred eighty (180) days after the entry of the order dismissing this case.

###